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SURFACE TRANSPORTATION BOARD

**The Huntington National Bank**

105 East Fourth Street, Suite 200  
Cincinnati, OH 45202  
513-762-1891; fax 877-343-5676

Surface Transportation Board  
Office of Proceedings  
395 E Street, SW  
Washington, DC 20423-0001

April 4, 2011

Dear Surface Transportation Board.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) is a copy of a Memorandum of Lease, dated as of March 30, 2011, a primary document as defined in the Board's Rules of Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: **The Huntington National Bank**  
105 East Fourth Street, Suite 120  
Cincinnati, OH 45202

Lessee: **Rail Connection, Inc.**  
737 Eleanor Industrial Park  
Eleanor, WV 25070

A description of the railroad equipment covered by the enclosed document is:  
(84) 3610 c.f. capacity steel Open Top Hopper Railcars currently bearing the following reporting marks.

DJTX040001	DJTX040022	DJTX040047	DJTX040077
DJTX040002	DJTX040023	DJTX040048	DJTX040078
DJTX040003	DJTX040024	DJTX040036	DJTX040079
DJTX040004	DJTX040025	DJTX040049	KUCX091035
DJTX040005	DJTX040026	DJTX040051	KUCX091134
DJTX040006	DJTX040027	DJTX040053	KUCX091042
DJTX040007	DJTX040028	DJTX040054	KUCX091086
DJTX040008	DJTX040029	DJTX040055	KUCX091095
DJTX040009	DJTX040030	DJTX040057	KUCX091076
DJTX040010	DJTX040031	DJTX040060	KUCX091121
DJTX040011	DJTX040032	DJTX040061	KUCX091096
DJTX040012	DJTX040033	DJTX040062	KUCX091140
DJTX040013	DJTX040034	DJTX040063	KUCX091139
DJTX040014	DJTX040035	DJTX040065	KUCX091127
DJTX040015	DJTX040042	DJTX040066	KUCX091150
DJTX040016	DJTX040046	DJTX040067	KUCX091114
DJTX040017	DJTX040045	DJTX040068	KUCX091142
DJTX040018	DJTX040039	DJTX040071	KUCX091003
DJTX040019	DJTX040050	DJTX040072	KUCX091149
DJTX040020	DJTX040038	DJTX040073	KUCX091026
DJTX040021	DJTX040041	DJTX040074	DJTX040044

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

If you have any questions, please don't hesitate to call.

Sincerely,



**Christine M. McIntosh**

Senior Sales Coordinator

**The Huntington National Bank**

105 East 4th Street CN01

Cincinnati, OH 45202

Direct Line: (513) 762-1891

Fax: (877) 343-5676

[teena.mcintosh@Huntington.com](mailto:teena.mcintosh@Huntington.com)

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## MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

- 1.) Pursuant to that certain Master Lease Agreement dated October 14, 2009 and the related Financing Lease Schedule No. 6243.23 dated March 30, 2011 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease".
- 2.) The addresses of the parties are as follows:  
  
 Lessor: **The Huntington National Bank**  
 Equipment Finance Division  
 105 East Fourth Street  
 Cincinnati, OH 45202  
  
 Lessee: **Rail Connection, Inc.**  
 737 Eleanor Industrial Park  
 Eleanor, WV 25070
- 3.) The term of the Lease is **Two Years** commencing on March 30, 2011 and will expire on March 30, 2013 unless otherwise extended or amended by the parties
- 4.) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement
- 5.) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of March 30, 2011.

The Huntington National Bank

By: Christine M. McIntosh  
 Name: Christine M. McIntosh  
 Title: Sales Coordinator

State of Ohio, County of Hamilton

On 3-30-11 before me personally appeared Christine M. McIntosh, to me personally know, who being by me duly sworn says that he is Sales Coordinator of the Huntington National Bank, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sara Simpson  
 Notary Public  
 My commission expires:

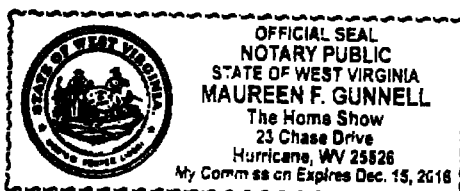


SARA SIMPSON  
 Notary Public, State of Ohio  
 My Commission Expires 05-14-11

Rail Connection, Inc.  
 By: Warren K. Higginbotham  
 Name: Warren K. Higginbotham  
 Title: V.P.

State of West Virginia, County of Putnam

On 3/29/11 before me personally appeared Warren K. Higginbotham, to me personally know, who being by my duly sworn says that he is Vice President of Rail Connection, Inc. and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Maureen F. Gunnell  
 Notary Public  
 My commission expires 12-15-2016

**EXHIBIT A  
DESCRIPTION OF RAILCARS**

This is Exhibit A to the Memorandum of Lease dated March 30, 2011 between The Huntington National Bank "Lessor" and Rail Connection, Inc. "Lessee".

**Quantity of Rail Cars:** (84) Eight Four

**Description of Cars:** (84) 3610 c.f. capacity steel Open Top Hopper Railcars currently bearing the following reporting marks

DJTX040001	DJTX040022	DJTX040047	DJTX040077
DJTX040002	DJTX040023	DJTX040048	DJTX040078
DJTX040003	DJTX040024	DJTX040036	DJTX040079
DJTX040004	DJTX040025	DJTX040049	KUCX091035
DJTX040005	DJTX040026	DJTX040051	KUCX091134
DJTX040006	DJTX040027	DJTX040053	KUCX091042
DJTX040007	DJTX040028	DJTX040054	KUCX091086
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DJTX040009	DJTX040030	DJTX040057	KUCX091076
DJTX040010	DJTX040031	DJTX040060	KUCX091121
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DJTX040018	DJTX040039	DJTX040071	KUCX091003
DJTX040019	DJTX040050	DJTX040072	KUCX091149
DJTX040020	DJTX040038	DJTX040073	KUCX091026
DJTX040021	DJTX040041	DJTX040074	DJTX040044